

BERKSHIRE HATHAWAY INC  
Form 13F-HR  
November 14, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2011

Check here if Amendment [ ] ; Amendment Number:  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Berkshire Hathaway Inc.  
Address: 1440 Kiewit Plaza  
Omaha, NE 68131

Form 13F File Number: 28-4545

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Marc D. Hamburg  
Title: Senior Vice President  
Phone: 402-346-1400

Signature, Place, and Date of Signing:

(s) Marc D. Hamburg	Omaha, NE	November 14, 2011
[Signature]	[City, State]	[Date]

Report Type (Check only one.):

- [ ] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
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28- 5194

General Re - New England Asset Management, Inc.

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:..... 18  
Form 13F Information Table Entry Total:. 100  
Form 13F Information Table Value Total:. \$59,127,860  
(thousands)

Confidential information has been omitted from the Form 13F and filed separately with the Commission.

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

FORM 13F FILE	
NO. NUMBER	NAME
1. 28-5678	Berkshire Hathaway Life Insurance Co. of Nebraska
2. 28-10388	BH Columbia Inc.
3. 28-	BH Finance LLC
4. 28-719	BCS Holdings, LLC
5. 28-554	Buffett, Warren E.
6. 28-1517	Columbia Insurance Co.
7. 28-2226	Cornhusker Casualty Co.
8. 28-06102	Cypress Insurance Company
9. 28-11217	Fechheimer Brothers Company
10. 28-852	GEICO Corp.
11. 28-101	Government Employees Ins. Corp.
12. 28-	Medical Protective Corp.
13. 28-1066	National Fire & Marine
14. 28-718	National Indemnity Co.
15. 28-5006	National Liability & Fire Ins. Co.
16. 28-11222	Nebraska Furniture Mart
17. 28-717	OBH LLC
18. 28-	U.S. Investment Corp.

BERKSHIRE HATHAWAY INC.  
Form 13F Information Table  
September 30, 2011

Column 6  
Investment  
Discretion

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Column 1 Name of Issuer	Column 2 Title of Class	Column 3 CUSIP Number	Column 4 Market Value (In Thousands)	Column 5 Shares or Principal Amount \$	(a) Sole	(b) Shared-	(c) Shared-	Column Other Manager
American Express Co.....	Com	025816 10 9	773,420	17,225,400		X		5, 2, 6, 17
			358,959	7,994,634		X		5, 13, 17
			5,399,489	120,255,879		X		5, 14, 17
			87,245	1,943,100		X		5, 10, 11,
			62,847	1,399,713		X		5, 16, 17
			37,708	839,832		X		5, 9, 17
			87,651	1,952,142		X		5, 17
Bank of New York Mellon Corp.....	Com	064058 10 0	33,349	1,793,915		X		5, 1, 14, 1
CVS Caremark Corp.....	Com	126650 10 0	190,153	5,661,000		X		5, 10, 11,
Coca Cola.....	Com	191216 10 0	27,024	400,000		X		5, 17
			119,987	1,776,000		X		5, 15, 17
			486,810	7,205,600		X		5, 10, 11,
			2,711,966	40,141,600		X		5, 2, 6, 17
			9,454,725	139,945,600		X		5, 14, 17
			617,444	9,139,200		X		5, 13, 17
			32,429	480,000		X		5, 16, 17
			61,615	912,000		X		5, 8, 17
Comdisco Holding Co.....	Com	200334 10 0	7,431	1,218,199		X		5, 14, 17
			1,848	302,963		X		5, 3, 14, 1
			105	17,215		X		5, 13, 17
ConocoPhillips..	Com	20825C 10 4	1,336,662	21,109,637		X		5, 14, 17
			126,596	1,999,300		X		5, 13, 17
			379,413	5,992,000		X		5, 10, 11,
Costco Wholesale Corp.....	Com	22160K 10 5	355,899	4,333,363		X		5, 14, 17
Directv.....	CLA	25490A 10 1	179,622	4,249,400		X		5, 10, 11,
Dollar General Corp.....	Com	256677 10 5	169,816	4,497,247		X		5, 10, 11,
Exxon Mobil Corp.....	Com	30231G 10 2	30,635	421,800		X		5
Gannett Inc.....	Com	364730 10 1	16,584	1,740,231		X		5, 14, 17
General Dynamics Corp.....	Com	369550 10 8	174,335	3,064,422		X		5, 10, 11,
General Electric Co.....	Com	369604 10 3	118,380	7,777,900		X		5
GlaxoSmithKline.	ADR	37733W 10 5	62,369	1,510,500		X		5, 14, 17
Ingersoll-Rd Company LTD.....	CLA	G4776G 10 1	17,865	636,600		X		5
			-----					
			23,520,381					
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Form 13F Information Table  
September 30, 2011

Column 1 Name of Issuer	Column 2 Title of Class	Column 3 CUSIP Number	Column 4 Market Value (In Thousands)	Column 5 Shares or Principal Amount \$	Column 6 Investment Discretion			Column 7 Other	Column 8 Othe Manag
					(a) Sole	(b) Shared- Defined	(c) Shared- Other		
Intel Corp..... International Business Machines..... Johnson & Johnson.....	Com	458140 10 0	199,167	9,333,000			X		5, 10, 11
	Com	459200 10 1	10,028,617	57,348,984			X		5, 14, 17
	Com	478160 10 4	275,300	4,322,500			X		5
			125,765	1,974,648			X		5, 1, 14,
			625,018	9,813,442			X		5, 14, 17
			887,637	13,936,841			X		5, 2, 6,
			135,787	2,132,000			X		5, 2, 6,
			36,622	575,000			X		5, 18
			298,856	4,692,357			X		5, 10, 11
Kraft Foods Inc.....	Com	50075N 10 4	1,739,625	51,805,384			X		5, 14, 17
			660,906	19,681,524			X		5, 2, 6,
			335,800	10,000,000			X		5, 10, 11
			8,724	259,800			X		5, 2, 6,
			268,640	8,000,000			X		5
M & T Bank Corporation...	Com	55261F 10 4	326,520	4,671,245			X		5, 14, 17
			38,165	546,000			X		5, 10, 11
			11,519	164,795			X		5, 13, 17
Mastercard Inc.....	Com	57636Q 10 4	128,450	405,000			X		5, 10, 11
Moody's.....	Com	615369 10 5	386,589	12,695,850			X		5, 14, 17
			478,656	15,719,400			X		5, 10, 11
Procter & Gamble Co.....	Com	742718 10 9	2,356,048	37,291,036			X		5, 14, 17
			1,281,290	20,280,000			X		5, 2, 6,
			394,243	6,240,000			X		5, 13, 17
			394,243	6,240,000			X		5, 10, 11
			49,280	780,000			X		5, 15, 17
			98,561	1,560,000			X		5, 8, 17
			276,412	4,375,000			X		5
Sanofi Aventis.....	ADR	80105N 10 5	16,023	488,500			X		5, 10, 11
			94,993	2,896,133			X		5, 14, 17
			5,553	169,300			X		5, 13, 17
			16,720	509,742			X		5, 2, 6,
			----- 21,979,729 -----				-		-

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Form 13F Information Table  
September 30, 2011

Column 1 Name of Issuer	Column 2 Title of Class	Column 3 CUSIP Number	Column 4 Market Value (In Thousands)	Column 5 Shares or Principal Amount \$	Column 6 Investment Discretion			Column 7 Other Managers
					(a) Sole	(b) Shared-Defined	(c) Shared-Other	
Torchmark Corp.....	Com	891027 10 4	4,055	116,326		X		5, 1, 14, 17
			23,516	674,592		X		5, 2, 6, 17
			86,639	2,485,350		X		5, 14, 17
			33,450	959,550		X		5, 13, 17
US Bancorp.....	Com	902973 30 4	548,654	23,307,300		X		5, 2, 6, 17
			488,898	20,768,826		X		5, 14, 17
			196,912	8,365,000		X		5
			51,176	2,174,000		X		5, 2, 6, 12,
			41,077	1,745,000		X		5, 18
			298,471	12,679,300		X		5, 10, 11, 1
USG Corporation...	Com	903293 40 5	114,896	17,072,192		X		5, 14, 17
United Parcel Service Inc.....	Com	911312 10 6	90,254	1,429,200		X		5
Verisk Analytics.....	CLA	92345Y 10 6	146,112	4,202,250		X		5, 10, 11, 1
Visa Inc.....	CLA	92826C 83 9	196,445	2,291,708		X		5, 10, 11, 1
Wal-Mart Stores, Inc.....	Com	931142 10 3	1,758,950	33,891,142		X		5, 14, 17
			217,980	4,200,000		X		5, 3, 14, 17
			49,097	946,000		X		5, 10, 11, 1
Washington Post Co.....	CLB	939640 10 8	292,411	894,304		X		5, 14, 17
			48,493	148,311		X		5, 1, 7, 14,
			211,931	648,165		X		5, 13, 17
			12,093	36,985		X		5, 15, 17
Wells Fargo & Co. Del.....	Com	949746 10 1	1,496,704	62,052,396		X		5, 2, 6, 17
			33,768	1,400,000		X		5, 4, 17
			1,123,046	46,560,770		X		5, 13, 17
			67,247	2,788,000		X		5, 15, 17
			24,120	1,000,000		X		5, 17
			4,086,721	169,432,865		X		5, 14, 17
			38,826	1,609,720		X		5, 16, 17
			41,004	1,700,000		X		5, 9, 17
			19,778	820,000		X		5, 8, 17
			801,826	33,243,200		X		5, 10, 11, 1

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	385,920	16,000,000	X	5, 1, 7, 14,
	192,960	8,000,000	X	5
	65,124	2,700,000	X	5, 2, 6, 12,
	48,240	2,000,000	X	5, 18
	126,630	5,250,000	X	5, 1, 14, 17
	164,326	6,812,857	X	5, 3, 14, 17
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	13,627,750			
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GRAND				
TOTAL.....		\$59,127,860		
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